

1 UNITED STATES BANKRUPTCY COURT  
2 NORTHERN DISTRICT OF CALIFORNIA  
3 SAN FRANCISCO DIVISION

4 In re:

5 PG&E CORPORATION,

6 - and -

7 PACIFIC GAS AND ELECTRIC  
8 COMPANY,

9 Debtors.

Bankruptcy Case

No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

- 10 ☐ Affects PG&E Corporation  
11 ☐ Affects Pacific Gas and Electric Company  
12 ☒ Affects both Debtors

**Objection Deadline:** September 21, 2020 at  
4:00p.m. (Prevailing Pacific Time)

13 *\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

14 **FOURTH INTERIM AND FINAL FEE APPLICATION OF KPMG LLP FOR**  
15 **COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF**  
16 **EXPENSES INCURRED AS INFORMATION TECHNOLOGY, RISK, AND LEGAL SUPPORT**  
17 **CONSULTANTS TO THE DEBTORS FOR ALLOWANCE OF COMPENSATION AND**  
**REIMBURSEMENT OF EXPENSES FOR (I) THE FOURTH INTERIM PERIOD**  
**FROM FEBRUARY 1, 2020 THROUGH JULY 1, 2020 AND (II) THE FINAL**  
**COMPENSATION PERIOD FROM JANUARY 29, 2019 THROUGH JULY 1, 2020**

18 Name of Applicant: KPMG LLP

19 Authorized to Provide The above-captioned Debtors  
20 Professional Services to:

21 Date of Retention: October 11, 2019 *nunc pro tunc* to  
January 29, 2019

22 Interim Period for which compensation and February 1, 2020 through July 1, 2020  
23 reimbursement is sought:

24 Interim Amount of Compensation sought as  
actual, reasonable, and necessary: \$ 5,228,788.31

25 Interim Amount of Expense Reimbursement  
26 sought as actual, reasonable, and necessary: \$ 82,247.16

27 This is a(n)  X  Interim  X  Final Application  
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1 Final Period for which compensation and January 29,2019 through July 1, 2020  
reimbursement is sought:

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3 Final Amount of Compensation sought as  
actual, reasonable, and necessary: \$ 18,333,482.93<sup>1</sup>

4 Final Amount of Expense Reimbursement sought  
as actual, reasonable, and necessary: \$ 822,358.45

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<sup>1</sup> Reflects reductions agreed upon with the Fee Examiner relating to the First and Second Interim Periods.

**Prior Applications Filed:**

Date Filed	Docket Number	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses	Fees Paid-to-Date	Expenses Paid-to-Date
07/15/19	2992	01/29/19 to 05/31/19	\$ 3,873,655.06	\$ 132,148.61	\$3,823,655.06 <sup>2</sup>	\$ 132,148.61	\$ 3,823,655.06	\$132,148.61
02/04/20	5618	06/01/19 to 09/30/19	\$ 4,318,137.02	\$ 316,097.43	\$ 4,233,137.02 <sup>3</sup>	\$316,097.43	\$ 3,454,513.01	\$ 316,097.43
07/09/20	8341	10/01/19 to 01/31/20	\$ 5,105,788.04	\$ 291,865.26	pending	pending	\$ 4,084,630.43	\$ 291,865.26
		<b>Total</b>	<b>\$ 13,297,580.12</b>	<b>\$ 740,111.30</b>	<b>\$ 8,056,792.08</b>	<b>\$ 448,246.04</b>	<b>\$ 11,362,798.50</b>	<b>\$ 740,111.30</b>

<sup>2</sup> Reflects agreed upon reduction with the Fee Examiner relating to the First Interim Period.

<sup>3</sup> Reflects agreed upon reduction with the Fee Examiner relating to the Second Interim Period.

# ATTACHMENT A TO FEE APPLICATION

## FOURTH INTERIM COMPENSATION PERIOD

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Andrei Emelianov	Director - Advisory	9.2	\$ 550	\$ 5,060.00
Angie Liang	Associate - Advisory	153.1	\$ 325	\$ 49,757.50
Arielle Friedman	Senior Associate - Advisory	52.5	\$ 525	\$ 27,562.50
Arun Mani	Principal- Advisory	186.5	\$ 500	\$ 93,250.00
Bill Haegele	Partner - Advisory	2.0	\$ 625	\$ 1,250.00
Brittany Wang	Associate - Advisory	4.0	\$ 425	\$ 1,700.00
Celeste Campbell	Manager - Bankruptcy	332.0	\$ 163	\$ 53,950.00
Chanin Changtor	Managing Director - Tax	11.4	\$ 850	\$ 9,690.00
Christopher Wong	Associate - Advisory	9.5	\$ 325	\$ 3,087.50
Clay Gilge	Principal - Advisory	62.5	\$ 500	\$ 31,250.00
Collin Whalen	Associate - Audit / Bankruptcy	295.2	\$ 138	\$ 40,590.00
Dan Langlois	Partner - Advisory	1.0	\$ 850	\$ 850.00
Daniel Elmlblad	Manager - Advisory	4.0	\$ 400 <sup>4</sup>	\$ 1,600.00
Daniel New	Senior Associate - Advisory	23.4	\$ 325	\$ 7,605.00
Daniel Paglio	Senior Manager - Tax	8.6	\$ 750	\$ 6,450.00
David Hall	Senior Associate - Advisory	107.0	\$ 425	\$ 45,475.00
David Ross	Manager - Advisory	1.1	\$ 400	\$ 440.00
Eloise Pinto	Manager - Advisory	126.8	\$ 475	\$ 60,230.00
Erik Lange	Partner - Advisory	15.5	\$ 850	\$ 13,175.00
Erin Vanderwall	Senior Associate - Advisory	8.6	\$ 425	\$ 3,655.00
Faisal Khaled	Senior Associate - Advisory	96.6	\$ 425	\$ 41,055.00
Farbod Farzan	Senior Associate - Advisory	644.0	\$ 325	\$ 209,300.00
Garrett Yamada	Director - Advisory	49.0	\$ 750	\$ 36,750.00
Gaurav Mathur	Director - Advisory	60.1	\$ 435	\$ 26,143.50
Gaurav Thapan-Raina	Manager - Advisory	306.0	\$ 400	\$ 122,400.00
Geno Armstrong	Partner - Advisory	33.5	\$ 500	\$ 16,750.00
Gina Rodriguez	Director - Advisory	5.0	\$ 750	\$ 3,750.00
Holly Tant	Manager - Advisory	4.9	\$ 475	\$ 2,303.75
Jeffrey Kwan	Senior Associate - Advisory	68.0	\$ 325 <sup>5</sup>	\$ 22,100.00
Jeffrey Kwan	Senior Associate - Advisory	39.9	\$ 275 <sup>5</sup>	\$ 10,972.50
Jeffrey Strong	Manager - Advisory	27.9	\$ 475	\$ 13,252.50
Jen Karlin	Senior Associate - Advisory	5.5	\$ 425	\$ 2,337.50
Jennifer Petersen	Partner - Tax	3.3	\$ 850	\$ 2,805.00
Jonathan Boldt	Associate - Advisory	30.8	\$ 325	\$ 10,010.00
Juan Gonzalez III	Partner - Advisory	50.8	\$ 625 <sup>5</sup>	\$ 31,750.00
Juan Gonzalez III	Partner - Advisory	1.1	\$ 500 <sup>5</sup>	\$ 550.00
Juanita Garza	Associate - Bankruptcy	126.8	\$ 138	\$ 17,435.00
Kara Morris	Associate - Advisory / Bankruptcy	27.8	\$ 137	\$ 3,821.11
Kelly Markgraf	Managing Director- Advisory	1.0	\$ 595	\$ 595.00

<sup>4</sup> Rate changed due to promotion effective October 1, 2019.

<sup>5</sup> Rates differ due to services provided relating to different CWA's.

**ATTACHMENT A TO FEE APPLICATION**  
**FOURTH INTERIM COMPENSATION PERIOD**  
**(CONTINUED)**

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Kimberly Johnson	Manager - Advisory	70.7	\$ 475 <sup>5</sup>	\$ 33,582.50
Lucy Cai	Senior Associate - Advisory	110.0	\$ 325 <sup>4</sup>	\$ 35,750.00
Marc Fillari	Director - Advisory	2.5	\$ 750	\$ 1,875.00
Matt Broida	Director - Advisory	394.7	\$ 435	\$ 171,694.50
Matt Przybysz	Associate - Advisory	4.0	\$ 425	\$ 1,700.00
Matthew Rice	Lead Specialist (Manager) - Advisory	872.4	\$ 260	\$ 226,824.00
Megan Fitzsimmons	Managing Director - Advisory	1.5	\$ 850	\$ 1,275.00
Michelle Yeung	Associate - Advisory	68.2	\$ 325	\$ 22,165.00
Monica Plangman	Associate Director - Bankruptcy	19.5	\$ 213	\$ 4,143.75
Nicole Tran	Senior Associate - Advisory	74.9	\$ 425	\$ 31,832.50
Oksana Jaffe	Managing Director - Tax	6.0	\$ 850	\$ 5,100.00
P.K. Barot	Director - Advisory	1.0	\$ 750	\$ 750.00
Pamela Wei	Associate - Audit / Bankruptcy	90.0	\$ 138	\$ 12,375.00
Patrick Garguilo	Partner - Audit	0.5	\$ 850	\$ 425.00
Peter Yerkovich	Manager - Advisory	42.5	\$ 620	\$ 26,350.00
Rachel Wagner-Kaiser	Manager - Advisory	72.5	\$ 475	\$ 34,437.50
Rama Bhaskara	Senior Specialist - Advisory	914.7	\$ 260	\$ 237,822.00
Renay Gosen	Associate - Advisory / Bankruptcy	21.5	\$ 138	\$ 2,956.25
Rob Villegas	Manager - Advisory	107.8	\$ 260	\$ 28,028.00
Rohan Prasad	Senior Associate - Advisory	722.8	\$ 325	\$ 234,910.00
Rohit Nagdeo	Lead Specialist (Manager) - Advisory	591.0	\$ 260	\$ 153,660.00
Ryan Tuggle	Director - Advisory	34.3	\$ 550	\$ 18,865.00
Sam Chu	Senior Associate - Advisory	571.2	\$ 325	\$ 185,640.00
Scott Salmon	Partner - Washington National Tax	2.3	\$ 850	\$ 1,955.00
Stacy Keating	Partner - Advisory	0.5	\$ 850	\$ 425.00
Tabitha Gaustad	Director - Advisory	45.8	\$ 550	\$ 25,190.00
Wendy Shaffer	Manager - Bankruptcy	6.3	\$ 163 <sup>4</sup>	\$ 1,026.90
Will Brennan	Senior Associate - Advisory	41.1	\$ 325	\$ 13,357.50
Yiwen Fu	Manager - Advisory	27.7	\$ 475	\$ 13,157.50
<b>Subtotal Hours and Fees at Discounted Rates</b>		<b>7,913.8</b>		<b>\$ 2,557,981.26</b>
Data Security Services - (Fixed Fee)				\$ 672,591.60
Legal Support Services - (non-hourly fees)				\$ 230,465.45
2020 Electric System Inspections and Maintenance Program Services - (Fixed Fee)				\$ 1,630,000.00
DLP IT Analytics Server Installation - (Fixed Fee)				\$ 137,750.00
<b>Total Fees Requested</b>				<b>\$ 5,228,788.31</b>
Out of Pocket Expenses				\$ 82,247.16
<b>Total Fees and Out of Pocket Expenses</b>				<b>\$ 5,311,035.47</b>
<b>Blended Hourly Rate (excludes Fixed Fee Hours)</b>			<b>\$323.23</b>	

**ATTACHMENT A TO FEE APPLICATION**  
**FOURTH INTERIM COMPENSATION PERIOD**

(CONTINUED)

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
Data Security Services	-	\$ 672,591.60 <sup>6</sup>
Legal Support Services	5.9	\$ 233,364.20 <sup>7</sup>
Retention Services	0.7	\$ 113.75
Fee Application Preparation Services	918.4	\$ 136,184.26
IT Software Services (Phase II)	2,485.9	\$ 646,334.00
Quanta Invoice Review Services	264.0	\$ 107,216.00
Tax and Accounting On-Call Services	211.1	\$ 142,587.50
Gas and Electric Permitting Support Phase 2	1,021.9	\$ 446,150.00
2020 Electric System Inspections and Maintenance Program Services	-	\$ 1,630,000.00 <sup>8</sup>
RAMP Filing Support and Bowtie Analytics	3,005.9	\$ 1,076,497.00
DLP IT Analytics Server Installation	-	\$ 137,750.00 <sup>9</sup>
<b>Total Fees Requested</b>	<b>7,913.8</b>	<b>\$ 5,228,788.31</b>

<sup>6</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Data Security Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>7</sup> Fee amount composed of hourly fees and recurring hosting fees.

<sup>8</sup> KPMG and the Debtors agreed to fixed-fee compensation for the 2020 Electric System Inspections and Maintenance Program Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and client acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>9</sup> KPMG and the Debtors agreed to fixed-fee compensation for the DLP IT Analytics Server Installation Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

1                                   **ATTACHMENT A TO FEE APPLICATION**  
2                                   **FOURTH INTERIM COMPENSATION PERIOD**  
3                                   **(CONTINUED)**  
4                                   **EXPENSE SUMMARY**

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Category	Amount
Airfare	\$ 26,677.11
Lodging	\$ 41,116.10
Meals	\$ 5,960.57
Ground Transportation	\$ 8,493.38
Miscellaneous	\$ -
<b>Total</b>	<b>\$ 82,247.16</b>

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# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Dan Langlois	Partner - Advisory	1.0	\$ 850	\$ 850.00
Erik Lange	Partner - Advisory	38.5	\$ 850	\$ 32,725.00
Jennifer Petersen	Partner - Tax	3.3	\$ 850	\$ 2,805.00
Patrick Garguilo	Partner - Audit	0.5	\$ 850	\$ 425.00
Scott Salmon	Partner - Washington National Tax	2.3	\$ 850	\$ 1,955.00
Stacy Keating	Partner - Advisory	0.5	\$ 850	\$ 425.00
Bill Haegele	Partner - Advisory	2.0	\$ 625	\$ 1,250.00
Clay Gilge	Principal - Advisory	8.5	\$ 625	<sup>10</sup> \$ 5,312.50
Juan Gonzalez III	Partner - Advisory	156.2	\$ 625	<sup>10</sup> \$ 97,593.75
Arun Mani	Principal - Advisory	373.3	\$ 500	\$ 186,650.00
Clay Gilge	Principal - Advisory	129.0	\$ 500	<sup>10</sup> \$ 64,500.00
Geno Armstrong	Partner - Advisory	49.0	\$ 500	\$ 24,500.00
Juan Gonzalez III	Partner - Advisory	42.6	\$ 500	<sup>10</sup> \$ 21,300.00
Lisa Daniels	Principal - Advisory	4.0	\$ 500	\$ 2,000.00
Reid Tucker	Principal - Advisory	28.7	\$ 500	\$ 14,350.00
Kelly Markgraf	Managing Director- Advisory	0.7	\$ 975	\$ 682.50
Chanin Changtor	Managing Director - Tax	11.4	\$ 850	\$ 9,690.00
Megan Fitzsimmons	Managing Director - Advisory	1.5	\$ 850	\$ 1,275.00
Oksana Jaffe	Managing Director - Tax	6.0	\$ 850	\$ 5,100.00
Kelly Markgraf	Managing Director- Advisory	1.5	\$ 595	\$ 892.50
Jonathan White	Managing Director- Advisory	448.9	\$ 475	\$ 213,227.50
Tom Haslam	Managing Director- Advisory	0.5	\$ 475	\$ 237.50
Daniel Paglio	Senior Manager - Tax	8.6	\$ 750	\$ 6,450.00
Dina Vozniak	Director - Advisory	3.0	\$ 750	\$ 2,250.00
Garrett Yamada	Director - Advisory	54.0	\$ 750	\$ 40,500.00
Gina Rodriguez	Director - Advisory	5.0	\$ 750	\$ 3,750.00
Marc Fillari	Director - Advisory	2.5	\$ 750	\$ 1,875.00
P.K. Barot	Director - Advisory	1.0	\$ 750	\$ 750.00
Andrei Emelianov	Director - Advisory	104.5	\$ 550	\$ 57,475.00
Ryan Tuggle	Director - Advisory	96.7	\$ 550	\$ 53,157.50
Scott Stoddard	Director - Advisory	66.7	\$ 550	<sup>10</sup> \$ 36,685.00
Tabitha Gaustad	Director - Advisory	212.5	\$ 550	\$ 116,847.50
Scott Stoddard	Director - Advisory	336.7	\$ 435	<sup>10</sup> \$ 146,442.75
Tom Schenk	Director - Advisory	98.0	\$ 435	\$ 42,630.00
Arthur Franke	Director - Advisory	3.2	\$ 435	\$ 1,392.00
Garrett Lodewyck	Director - Advisory	12.0	\$ 435	\$ 5,220.00
Gaurav Mathur	Director - Advisory	60.1	\$ 435	<sup>10</sup> \$ 26,143.50
Jeff Mahoney	Specialist Director - Analytics	39.6	\$ 435	\$ 17,226.00

<sup>10</sup> Rates differ due to services provided relating to different CWA's.



# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

(CONTINUED)

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Kyle McNamara	Director - Advisory	381.3	\$ 435	\$ 165,865.50
Mark Ehrhardt	Director - Advisory	131.3	\$ 435	\$ 57,115.50
Matt Broida	Director - Advisory	1,121.2	\$ 435	\$ 487,722.00
Yuuki Stahl	Director - Advisory	3.0	\$ 435	\$ 1,305.00
Gaurav Mathur	Director - Advisory	156.5	\$ 400 <sup>10</sup>	\$ 62,600.00
Monica Plangman	Associate Director - Bankruptcy	139.2	\$ 213	\$ 29,580.00
Peter Yerkovich	Manager - Advisory	42.5	\$ 620	\$ 26,350.00
Jovelyn Baliclic-Durst	Manager - Advisory	0.7	\$ 475	\$ 332.50
Daniel Smith	Manager - Advisory	15.7	\$ 475	\$ 7,457.50
Eloise Pinto	Manager - Advisory	282.5	\$ 475	\$ 134,187.50
Holly Tant	Manager - Advisory	7.9	\$ 475	\$ 3,728.75
Jeffrey Strong	Manager - Advisory	45.1	\$ 475	\$ 21,422.50
Kimberly Johnson	Manager - Advisory	413.1	\$ 475 <sup>11</sup>	\$ 196,222.50
Rachel Wagner-Kaiser	Manager - Advisory	274.8	\$ 475	\$ 130,530.00
Stephen Greer	Manager - Advisory	151.0	\$ 475 <sup>11</sup>	\$ 71,725.00
Yiwen Fu	Manager - Advisory	87.7	\$ 475 <sup>10</sup>	\$ 41,657.50
David Ross	Manager - Advisory	767.0	\$ 400	\$ 306,800.00
Aldryn Estacio	Manager - Advisory	350.7	\$ 400	\$ 140,280.00
Ben Neville	Manager - Advisory	5.0	\$ 400	\$ 2,000.00
Cam Avent	Manager - Advisory	0.7	\$ 400	\$ 280.00
Daniel Elmlad	Manager - Advisory	24.8	\$ 400 <sup>11</sup>	\$ 9,920.00
Dennis Latto	Manager - Advisory	8.0	\$ 400	\$ 3,200.00
Eric Janes	Manager - Advisory	145.1	\$ 400	\$ 58,040.00
Gaurav Thapan-Raina	Manager - Advisory	1,011.2	\$ 400	\$ 404,480.00
Jon Guth	Manager - Advisory	149.4	\$ 400	\$ 59,760.00
Kirk-Patrick Caron	Manager - Advisory	301.9	\$ 400	\$ 120,760.00
Mark Martin	Manager - Advisory	225.1	\$ 400	\$ 90,040.00
Matthew Bowser	Manager - Advisory	515.4	\$ 400 <sup>11</sup>	\$ 206,140.00
Miki Suga	Manager - Advisory	91.5	\$ 400	\$ 36,600.00
Nicole Redini	Manager - Advisory	201.0	\$ 400	\$ 80,400.00
Paul McGregor	Manager - Advisory	94.0	\$ 400	\$ 37,600.00
Phillip Prombo	Manager - Advisory	63.3	\$ 400	\$ 25,320.00
Raghav Saboo	Manager - Advisory	1.3	\$ 400	\$ 520.00
Rita Squalli Houssaini	Manager - Advisory	172.5	\$ 400	\$ 69,000.00
Sitki Gulten	Manager - Advisory	4.0	\$ 400	\$ 1,600.00
Tim Littman	Manager - Advisory	1.8	\$ 400 <sup>11</sup>	\$ 720.00
Yiwen Fu	Manager - Advisory	7.5	\$ 400 <sup>10</sup>	\$ 3,000.00
Rob Villegas	Manager - Advisory	129.6	\$ 260 <sup>10</sup>	\$ 33,696.00

<sup>11</sup> Rate changed due to promotion effective October 1, 2019.

# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

(CONTINUED)

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Matthew Rice	Lead Specialist (Manager) - Advisory	1,041.2	\$ 260 <sup>10</sup>	\$ 270,712.00
Rohit Nagdeo	Lead Specialist (Manager) - Advisory	767.0	\$ 260 <sup>10</sup>	\$ 199,420.00
Matthew Rice	Lead Specialist (Manager) - Advisory	1,400.7	\$ 225 <sup>10</sup>	\$ 315,157.50
Kavita Malik	Lead Specialist (Manager) - Advisory	26.2	\$ 225	\$ 5,895.00
Rohit Nagdeo	Lead Specialist (Manager) - Advisory	1,393.2	\$ 225 <sup>10</sup>	\$ 313,470.00
Josh Conkel	Manager - Advisory	262.2	\$ 224	\$ 58,732.80
Manoj Thareja	Manager - Advisory	188.0	\$ 224	\$ 42,112.00
Celeste Campbell	Manager - Bankruptcy	918.5	\$ 163	\$ 149,256.25
Wendy Shaffer	Manager - Bankruptcy	7.6	\$ 163	\$ 1,238.15
Arielle Friedman	Senior Associate - Advisory	55.0	\$ 525	\$ 28,875.00
David Hall	Senior Associate - Advisory	453.7	\$ 425	\$ 192,822.50
Erin Vanderwall	Senior Associate - Advisory	32.1	\$ 425	\$ 13,642.50
Faisal Khaled	Senior Associate - Advisory	171.7	\$ 425	\$ 72,951.25
Jen Karlin	Senior Associate - Advisory	20.0	\$ 425	\$ 8,500.00
Kimberly Johnson	Senior Associate - Advisory	45.0	\$ 425	\$ 19,125.00
Nicole Tran	Senior Associate - Advisory	343.8	\$ 425	\$ 146,093.75
Rachael Graening	Senior Associate - Advisory	44.2	\$ 425	\$ 18,785.00
Stephen Greer	Senior Associate - Advisory	10.5	\$ 425	\$ 4,462.50
Penny Chan	Senior Associate - Advisory	7.4	\$ 375	\$ 2,756.25
Cole Gallagher	Senior Associate - Advisory	653.6	\$ 325	\$ 212,420.00
Adrian Irwin	Senior Associate - Advisory	755.9	\$ 325	\$ 245,667.50
Allison Smith	Senior Associate - Advisory	65.8	\$ 325	\$ 21,385.00
Anthony Henderson	Senior Associate - Advisory	132.7	\$ 325	\$ 43,127.50
Carlo Toribio	Senior Associate - Advisory	371.4	\$ 325	\$ 120,705.00
Cy Whitten	Senior Associate - Advisory	519.3	\$ 325	\$ 168,772.50
Daniel Elmlblad	Senior Associate - Advisory	373.5	\$ 325	\$ 121,387.50
Daniel New	Senior Associate - Advisory	23.4	\$ 325	\$ 7,605.00
Dom Gallo	Senior Associate - Advisory	6.0	\$ 325	\$ 1,950.00
Drew Esler	Senior Associate - Advisory	132.3	\$ 325	\$ 42,997.50
Farbod Farzan	Senior Associate - Advisory	1,324.9	\$ 325	\$ 430,592.50
Jason Weng	Senior Associate - Advisory	526.1	\$ 325	\$ 170,982.50
Jeffrey Kwan	Senior Associate - Advisory	68.0	\$ 325 <sup>10</sup>	\$ 22,100.00
Jessica Nell	Senior Associate - Advisory	17.5	\$ 325	\$ 5,687.50
Juliana McMillan-Wilhoit	Senior Associate - Advisory	91.7	\$ 325	\$ 29,802.50
Lucy Cai	Senior Associate - Advisory	189.0	\$ 325 <sup>11</sup>	\$ 61,425.00
Marcus Xu	Senior Associate - Advisory	780.6	\$ 325	\$ 253,695.00
Matthew Bowser	Senior Associate - Advisory	845.6	\$ 325	\$ 274,820.00
Sam Chu	Senior Associate - Advisory	571.2	\$ 325	\$ 185,640.00
Tanveer Abbas	Senior Associate - Advisory	123.7	\$ 325	\$ 40,202.50

# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

(CONTINUED)

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Taylor DeGrande	Senior Associate - Advisory	388.0	\$ 325	\$ 126,100.00
Tia Mason	Senior Associate - Advisory	176.0	\$ 325	\$ 57,200.00
Tim Littman	Senior Associate - Advisory	194.8	\$ 325	\$ 63,310.00
Will Brennan	Senior Associate - Advisory	572.8	\$ 325	\$ 186,160.00
Yaz Yuan	Senior Associate - Advisory	79.0	\$ 325	\$ 25,675.00
Rohan Prasad	Senior Associate - Advisory	722.8	\$ 325	\$ 234,910.00
Rama Bhaskara	Senior Specialist - Advisory	1,092.7	\$ 260 <sup>10</sup>	\$ 284,102.00
Bhaskara Rama	Senior Specialist - Advisory	112.0	\$ 225	\$ 25,200.00
Bhaskara Rama Bhaskara	Senior Specialist - Advisory	872.0	\$ 225	\$ 196,200.00
Rama Bhaskara	Senior Specialist - Advisory	455.5	\$ 225 <sup>10</sup>	\$ 102,487.50
Rob Villegas	Senior Associate - Advisory	299.5	\$ 225 <sup>10</sup>	\$ 67,387.50
Shiva Reddy R	Senior Associate	50.0	\$ 220 <sup>12</sup>	\$ 11,000.00
Jason Miller	Senior Associate - Advisory	332.0	\$ 150	\$ 49,800.00
Wendy Shaffer	Senior Associate - Bankruptcy	100.9	\$ 150	\$ 15,135.00
Brittany Wang	Associate - Advisory	4.0	\$ 425	\$ 1,700.00
Matt Przybysz	Associate - Advisory	4.0	\$ 425	\$ 1,700.00
Angie Liang	Associate - Advisory	289.6	\$ 325	\$ 94,120.00
Belal Abusaleh	Associate - Advisory	27.0	\$ 325	\$ 8,775.00
Bellamy Yoo	Associate - Advisory	144.1	\$ 325	\$ 41,877.50
Christopher Wong	Associate - Advisory	118.5	\$ 325	\$ 38,512.50
John Stockdale	Associate - Advisory	23.2	\$ 325	\$ 7,523.75
Jonathan Boldt	Associate - Advisory	251.5	\$ 325	\$ 81,737.50
Michelle Yeung	Associate - Advisory	499.2	\$ 325	\$ 162,240.00
Ryan Hoskins	Associate - Advisory	32.0	\$ 325	\$ 10,400.00
Alex Esuoso	Associate - Advisory	69.0	\$ 275	\$ 18,975.00
Brian Wei	Associate - Advisory	1,038.3	\$ 275	\$ 285,532.50
David Sanchez	Associate - Advisory	35.7	\$ 275	\$ 9,817.50
Dennis Cha	Associate - Advisory	1,276.9	\$ 275	\$ 351,147.50
Fran Shammo	Associate - Advisory	298.4	\$ 275	\$ 82,046.25
Grace Choi	Associate - Advisory	9.5	\$ 275	\$ 2,612.50
Gustavo Garcia	Associate - Advisory	400.9	\$ 275	\$ 110,247.50
Jack Liacos	Associate - Advisory	141.2	\$ 275	\$ 38,830.00
Jeffrey Kwan	Associate - Advisory	498.0	\$ 275 <sup>11</sup>	\$ 136,950.00
Joel Sotikon	Associate - Advisory	88.0	\$ 275	\$ 24,200.00
Karson Ota	Associate - Advisory	0.7	\$ 275	\$ 192.50
Katherine Hee	Associate - Advisory	138.8	\$ 275	\$ 38,156.25

<sup>12</sup> In connection with the preparation of its final fee application, KPMG determined to exclude this time charge. The charge is presented here as it had been presented in KPMG's monthly fee applications, in order to facilitate comparison of the monthly and final fee applications.

**ATTACHMENT A TO FEE APPLICATION  
FINAL COMPENSATION PERIOD  
(CONTINUED)**

Professional Person	Position & Department	Total Billed Hours	Hourly Billing Rate	Total Compensation
Lucy Cai	Associate - Advisory	847.1	\$ 275	\$ 232,952.50
Preston Devaney	Associate - Advisory	277.8	\$ 275	\$ 76,395.00
Trent Anderson	Associate - Advisory	467.0	\$ 275	\$ 128,425.00
Collin Whalen	Associate - Audit / Bankruptcy	295.2	\$ 138	\$ 40,590.00
Juanita Garza	Associate - Bankruptcy	906.4	\$ 138	\$ 124,630.00
Pamela Wei	Associate - Audit / Bankruptcy	90.0	\$ 138	\$ 12,375.00
Renay Gosen	Associate - Advisory / Bankruptcy	21.5	\$ 138	\$ 2,956.25
Kara Morris	Associate - Advisory / Bankruptcy	27.8	\$ 137	\$ 3,821.11
Bob Zhang	Associate - Advisory	524.9	\$ 135	\$ 70,861.50
Aayush Bhatia	Associate	347.3	\$ 135	\$ 46,885.50
<b>Subtotal Hours and Fees at Discounted Rates</b>		<b>39,339.5</b>		<b>\$ 12,431,323.31</b>
Data Security Services - (Fixed Fee)				\$ 2,003,306.20 <sup>13</sup>
Legal Support Services - (non-hourly fees)				\$ 818,934.42 <sup>14</sup>
Enterprise Project Management Tools Implementation Services - (Fixed Fee)				\$ 1,338,444.00 <sup>15 16</sup>
Endpoint Protection Strategy Assessment Services - (Fixed Fee)				\$ 150,000.00 <sup>17</sup>
2020 Electric System Inspections and Maintenance Program Services - (Fixed Fee)				\$ 2,000,000.00 <sup>18</sup>
DLP IT Analytics Server Installation - (Fixed Fee)				\$ 137,750.00 <sup>19</sup>
<b>Subtotal Fees Requested</b>				<b>\$ 18,879,757.93</b>
<i>(table continued – next page)</i>				

<sup>13</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Data Security Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>14</sup> These fees represent the recurring monthly charges as detailed in Appendix C of the Legal Support Services Agreement which was further detailed on Exhibit C3 of the monthly fee statements.

<sup>15</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Enterprise Project Management Tools Implementation Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>16</sup> KPMG reduced the fixed fee amount by \$14,414 for a deliverable defined in the MSA Contract that was not completed by the project end date, and by a \$2,000 credit on the invoices paid prior to the Petition Date.

<sup>17</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Endpoint Protection Strategy Assessment Services. During the Final Compensation Period, KPMG completed of Phase 1-3 of these services and requested the corresponding fee amount as agreed upon by the client.

<sup>18</sup> KPMG and the Debtors agreed to fixed-fee compensation for the 2020 Electric System Inspections and Maintenance Program Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and client acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>19</sup> KPMG and the Debtors agreed to fixed-fee compensation for the DLP IT Analytics Server Installation Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

(CONTINUED)

<b>Subtotal Fees Requested</b>		<b>\$ 18,879,757.93</b>
Less Voluntary Reduction (1st Interim Period)		\$ (3,389.50) <sup>20</sup>
Less Agreed Upon Reduction (1st Interim Period)		\$ (50,000.00) <sup>21</sup>
Less Reduction in Fees in Anticipation of Change Order (2nd Interim Period)		\$ (350,000.00) <sup>22</sup>
Less Agreed Upon Reduction (2nd Interim Period)		\$ (85,000.00) <sup>23</sup>
Less Voluntary Reduction (Final Compensation Period)		\$ (57,885.50) <sup>24</sup>
<b>Total Fees Requested</b>		<b>\$ 18,333,482.93</b>
Out of Pocket Expenses		\$ 822,358.45
<b>Total Fees and Out of Pocket Expenses</b>		<b>\$ 19,155,841.38</b>
<b>Blended Hourly Rate</b> (excludes Fixed Fee Hours)	<b>\$316.00</b>	<sup>25</sup>

<sup>20</sup> KPMG determined to take a voluntary reduction for time spent by a manager providing information to a successor manager in the First Interim Period.

<sup>21</sup> Reduction agreed upon with the Fee Examiner relating to the First Interim Period.

<sup>22</sup> The Debtors and KPMG documented several adjustments in the scope of KPMG's services, which KPMG anticipated would include a termination of further work on Task 3 (Asset Management Services) together with an agreement that KPMG would charge \$915,000 in fees for Task 3. In anticipation of the change order, KPMG reduced the fee request during the Second Interim Period by \$350,000.

<sup>23</sup> Reduction agreed upon with the Fee Examiner relating to the Second Interim Period.

<sup>24</sup> See footnote 12 above.

<sup>25</sup> The Blended Rate as calculated is prior to the application of the reductions. After the application of the reductions, the Blended Rate is \$302.12.

# ATTACHMENT A TO FEE APPLICATION

## FINAL COMPENSATION PERIOD

(CONTINUED)

### COMPENSATION BY PROJECT CATEGORY

Project Category	Total Billed Hours	Total Fees Requested
Asset Management Services	18,991.7	\$ 6,499,882.25
Data Security Services	-	\$ 2,003,306.20 <sup>26</sup>
Legal Support Services	33.7	\$ 834,576.92 <sup>27</sup>
IT Software Services (Phase 1)	462.6	\$ 104,085.00
Enterprise Project Management Tools Implementation Services	-	\$ 1,338,444.00 <sup>28 29</sup>
Risk Assessment Services	332.0	\$ 49,800.00
Retention Services	71.4	\$ 14,572.50
Fee Application Preparation Services	2,444.8	\$ 369,003.76
IT Software Services (Phase II)	7,127.0	\$ 1,709,642.50
Quanta Invoice Review Services	1,244.3	\$ 365,626.50
Data Security Loan Staff Services	188.0	\$ 42,112.00
Endpoint Protection Strategy Assessment Services	-	\$ 150,000.00 <sup>30</sup>
Data Security CCPA Support Staff Services	787.1	\$ 129,594.30
Tax and Accounting On-Call Services	244.6	\$ 169,450.00
Permitting Spend Analysis Services	721.1	\$ 295,707.50
Gas and Electric Permitting Support Phase 2	3,685.2	\$ 1,589,707.50
2020 Electric System Inspections and Maintenance Program Services	-	\$ 2,000,000.00 <sup>31</sup>

<sup>26</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Data Security Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>27</sup> Fee amount composed of hourly fees and recurring hosting fees.

<sup>28</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Enterprise Project Management Tools Implementation Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>29</sup> KPMG reduced the fixed fee amount by \$14,414 for a deliverable defined in the MSA Contract that was not completed by the project end date, and by a \$2,000 credit on the invoices paid prior to the Petition Date.

<sup>30</sup> KPMG and the Debtors agreed to fixed-fee compensation for the Endpoint Protection Strategy Assessment Services. During the Final Compensation Period, KPMG completed of Phase 1-3 of these services and requested the corresponding fee amount as agreed upon by the client.

<sup>31</sup> KPMG and the Debtors agreed to fixed-fee compensation for the 2020 Electric System Inspections and Maintenance Program Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and client acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

**ATTACHMENT A TO FEE APPLICATION**

**FINAL COMPENSATION PERIOD**

(CONTINUED)

**COMPENSATION BY PROJECT CATEGORY**

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
RAMP Filing Support and Bowtie Analytics	3,005.9	\$ 1,076,497.00
DLP IT Analytics Server Installation	-	\$ 137,750.00 <sup>32</sup>
<b>Subtotal</b>	<b>39,339.4</b>	<b>\$18,879,757.93</b>
Less Voluntary Reduction (1st Interim Period)		\$ (3,389.50) <sup>33</sup>
Less Agreed Upon Reduction (1st Interim Period)		\$ (50,000.00) <sup>34</sup>
Less Reduction in Fees in Anticipation of Change Order (2nd Interim Period)		\$ (350,000.00) <sup>35</sup>
Less Agreed Upon Reduction (2nd Interim Period)		\$ (85,000.00) <sup>36</sup>
Less Voluntary Reduction (Final Compensation Period)		\$ (57,885.50) <sup>37</sup>
<b>Total Fees Requested</b>		<b>\$ 18,333,482.93</b>

<sup>32</sup> KPMG and the Debtors agreed to fixed-fee compensation for the DLP IT Analytics Server Installation Services. Payment of the fixed fee is dependent on an iterative process by which stages of the project go through a formal review, including a detailed walkthrough, modifications (if required) and formal acceptance. KPMG requested the fixed-fee amount above for these services, as approved by the client.

<sup>33</sup> KPMG determined to take a voluntary reduction for time spent by a manager providing information to a successor manager in the First Interim Period.

<sup>34</sup> Reduction agreed upon with the Fee Examiner relating to the First Interim Period.

<sup>35</sup> The Debtors and KPMG documented several adjustments in the scope of KPMG's services, which KPMG anticipated would include a termination of further work on Task 3 (Asset Management Services) together with an agreement that KPMG would charge \$915,000 in fees for Task 3. In anticipation of the change order, KPMG reduced the fee request during the Second Interim Period by \$350,000.

<sup>36</sup> Reduction agreed upon with the Fee Examiner relating to the Second Interim Period.

<sup>37</sup> In connection with the preparation of its final fee application, KPMG determined to exclude certain time charges which had been included in its monthly fee applications.







1 UNITED STATES BANKRUPTCY COURT  
2 NORTHERN DISTRICT OF CALIFORNIA  
3 SAN FRANCISCO DIVISION

4 In re:

5 PG&E CORPORATION,

6 - and -

7 PACIFIC GAS AND ELECTRIC  
8 COMPANY,

9 Debtors.

Bankruptcy Case

No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

- 10 ☐ Affects PG&E Corporation  
11 ☐ Affects Pacific Gas and Electric Company  
12 ☒ Affects both Debtors

13 *\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

14 **FOURTH INTERIM AND FINAL FEE APPLICATION OF KPMG LLP FOR**  
15 **COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF**  
16 **EXPENSES INCURRED AS INFORMATION TECHNOLOGY, RISK, AND LEGAL SUPPORT**  
17 **CONSULTANTS TO THE DEBTORS FOR ALLOWANCE OF COMPENSATION AND**  
18 **REIMBURSEMENT OF EXPENSES FOR (I) THE FOURTH INTERIM PERIOD**  
19 **FROM FEBRUARY 1, 2020 THROUGH JULY 1, 2020 AND (II) THE FINAL**  
20 **COMPENSATION PERIOD FROM JANUARY 29, 2019 THROUGH JULY 1, 2020**

21 KPMG LLP, (“KPMG”) as information technology, risk, and legal support consultants to the  
22 above-captioned debtors and debtors-in-possession (the “Debtors”), files this Fourth Interim and Final  
23 Fee Application (the “Application”), pursuant to section 330 and 331 of title 11 of the United States  
24 Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the  
25 “Bankruptcy Rules”), and the Local Rules of Bankruptcy Practice and Procedure of the United States  
26 Bankruptcy Court for the Northern District of California (the “Local Rules”). By this Application,  
27 KPMG seeks interim allowance of compensation for professional services performed and actual and  
28 necessary expenses incurred by KPMG for the period from February 1, 2020 through and including  
July 1, 2020 (the “Interim Compensation Period”), in the amount of \$5,311,035.47, and final

1 allowance of compensation for professional services performed and actual and necessary expenses  
2 incurred by KPMG for the period from January 29, 2019 through and including July 1, 2020 (the  
3 “Final Compensation Period”), in the amount of \$19,155,841.38, and respectfully represents:  
4

5 **Background**

6  
7 A. On January 29, 2019 (the “Petition Date”) each of the Debtors filed a voluntary  
8 petition for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their  
9 businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108  
10 of title 11 of the Bankruptcy Code. On February 12, 2019, the Acting United States Trustee for  
11 Region 3 appointed an official committee of unsecured creditors (the “Creditors’ Committee”).

12 B. By this Court’s Order Authorizing the Debtors to Retain and Employ KPMG  
13 LLP as Information Technology, Risk, and Legal Consultants Nunc Pro Tunc to January 29, 2019,  
14 dated October 11, 2019 [Docket No. 2503] (the “Retention Order”), the Debtors were authorized to  
15 compensate KPMG in accordance with the procedures set forth in section 330 and 331 of the  
16 Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and such other procedures as were fixed by  
17 order of the Court. A copy of the Retention Order is attached hereto as Exhibit A.  
18

19 C. By this Court’s Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R.  
20 Bankr. P. 2014(a) and 2016 Amending the Scope of the Retention of KPMG LLP as Information  
21 Technology, Risk, and Legal Consultants to the Debtors Effective *Nunc Pro Tunc* to April 8, 2019,  
22 dated December 11, 2019 [Docket No. 5077] (the “Supplemental Retention Order”), the Debtors were  
23 authorized to compensate KPMG in accordance with the procedures set forth in section 330 and 331 of  
24 the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and such other procedures as were fixed  
25 by order of the Court. A copy of the Supplemental Retention Order is attached hereto as Exhibit B.  
26  
27  
28

1                   **D.**     By this Court’s Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R.  
2 Bankr. P. 2014(a) and 2016 Amending the Scope of the Retention of KPMG LLP as Information  
3 Technology, Risk, and Legal Consultants to the Debtors Effective *Nunc Pro Tunc* to December 20,  
4 2019, dated May 15, 2020 [Docket No. 7351] (the “Second Supplemental Retention Order”), the  
5 Debtors were authorized to compensate KPMG in accordance with the procedures set forth in section  
6 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and such other  
7 procedures as were fixed by order of the Court. A copy of the Second Supplemental Retention Order  
8 is attached hereto as Exhibit C.  
9

10                   **E.**     By this Court’s Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R.  
11 Bankr. P. 2014(a) and 2016 Amending the Scope of the Retention of KPMG LLP as Information  
12 Technology, Risk, and Legal Consultants to the Debtors Effective *Nunc Pro Tunc* to April 1, 2020,  
13 dated July 10, 2020 [Docket No. 8357] (the “Third Supplemental Retention Order”), the Debtors were  
14 authorized to compensate KPMG in accordance with the procedures set forth in section 330 and 331 of  
15 the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and such other procedures as were fixed  
16 by order of the Court. A copy of the Third Supplemental Retention Order is attached hereto as Exhibit  
17 D.  
18

19                   **F.**     On June 20, 2020, the Bankruptcy Court entered an order [Docket No. 8053]  
20 (the “Confirmation Order”) confirming the Debtors’ and Shareholder Proponents’ Joint Chapter 11  
21 Plan of Reorganization, Dated June 19, 2020 [Docket No. 8048] (“Plan”). The Effective Date of the  
22 Plan occurred on July 1, 2020.  
23  
24  
25  
26  
27  
28



1 **Data Security Services**

- 2 • Continued providing assistance to Debtors' team with the development of its Data Security  
3 program.

4 **Legal Support Services**

- 5 • Provided evidence, discovery management services and digital evidence recovery services at  
6 the request of Debtors' counsel, Latham and Clarence.

7 **Retention Services**

- 8 • Discussions and correspondence with partners, Office of General Counsel and Debtors' counsel  
9 related to the supplemental employment applications.

10 **Fee Application Preparation**

- 11 • The billing procedures required by the US Trustee Guidelines differ from KPMG's normal  
12 billing procedures and as such, the Local Rules and the Interim Compensation Order entered in  
13 these cases have required significant effort to inform the timekeepers of their responsibilities,  
14 compile the detailed time and expenses entries, begin preparation of the detailed and summary  
15 schedules of fees and expenses incurred, and begin drafting the schedules included in the  
16 Interim Fee Applications.

17 **IT Software Services (Phase II)**

- 18 • Continued to assist the Debtors with their migration from SiteMinder to Ping (information  
19 technology software platforms).

20 **Quanta Invoice Review Services**

- 21 • Continued to perform an analysis of the Quanta Service Inc. payment applications related to the  
22 performance of construction management services, which have been submitted to the Debtors.

23 **Tax and Accounting On-Call Services**

- 24 • Provided tax and accounting advice in response to inquiries from the Debtors.

25 **Gas and Electric Permitting Support Phase 2**

- 26 • Continued the second phase of assisting the Debtors' with analyzing payments to certain  
27 authorities related to notices of violation for non-conformance with encroachment permit  
28 requirements.

**2020 Electric System Inspections and Maintenance Program Services**

- Continued to support the Debtors' Electric organization with project management, analytical,  
and process support for their 2020 System Inspections and Maintenance programs.

1 **RAMP Filing Support and Bowtie Analytics**

- 2 • Assisted the Debtors with their analytical assessments and process support to aggregate  
3 information related to Electric Operations, as well as with their preparation of their 2020 Risk  
Assessment and Mitigation Phase (RAMP) filings.

4 **DLP IT Analytics Server Installation**

- 5 • Provided support to onboard the Symantec Data Loss Prevention IT Analytics application in  
6 the PG&E environment.

7  
8 **L.** Per the Data Security Services Agreement executed on March 20, 2019, KPMG  
9 and the Debtors agreed to a Fixed Fee arrangement in the amount of \$2,705,013.50. Payment of the  
10 Fixed Fee is dependent on an iterative process by which stages of the project go through a formal  
11 review, including a detailed walkthrough, modifications (if required) and formal acceptance by the  
12 client. During the Interim Compensation Period, KPMG requested fees for services rendered through  
13 July 1, 2020 totaling \$672,591.60 as approved by the Debtors.

14 **M.** KPMG and the Debtors agreed to a Fixed Fee arrangement for the 2020 Electric  
15 Systems Inspections and Maintenance Program Services in the amount of \$2,200,000.00. Payment of  
16 the Fixed Fee is dependent on an iterative process by which stages of the project go through a formal  
17 review, including a detailed walkthrough, modifications (if required) and formal acceptance by the  
18 client. During the Interim Compensation Period, KPMG requested fees for services rendered through  
19 July 1, 2020 totaling \$1,630,000.00 as approved by the Debtors.

21 **N.** KPMG and the Debtors agreed to a Fixed Fee arrangement for the DLP IT  
22 Analytics Server Installation Services in the amount of \$332,000.00. Payment of the Fixed Fee is  
23 dependent on an iterative process by which stages of the project go through a formal review, including  
24 a detailed walkthrough, modifications (if required) and formal acceptance by the client. During the  
25 Interim Compensation Period, KPMG requested fees for services rendered through July 1, 2020  
26 totaling \$137,750.00 as approved by the Debtors  
27  
28

1           **O.**     During the Interim Compensation Period, KPMG billed the Debtors for non-  
2 fixed fee time expended by professionals based on hourly rates ranging from \$137 to \$850 per hour.  
3 The rates reflected in this Interim Fee Application for non-fixed fee services represent approximately a  
4 10% -78% discount from KPMG's standard rates. Of the aggregate time expended, 359.5 hours were  
5 expended by partners and principals, 649.6 hours were expended by managing directors, directors and  
6 associate directors and senior managers, 2,593.6 hours were expended by managers, and 4,311.1 hours  
7 were expended by senior associates and associates. KPMG's blended hourly rate for non-fixed fee  
8 services provided during the Compensation Period is \$323.23.

9  
10           **P.**     KPMG maintains contemporaneous records of the time expended for the non-  
11 fixed fee professional services and expenses related hereto performed in connection with these chapter  
12 11 cases.

13  
14           **Q.**     The fees applied for herein are based on the usual and customary fees KPMG  
15 charges to advisory services clients and are commensurate with the usual and customary rates charged  
16 for services performed.

17           **R.**     KPMG respectfully submits that the amounts applied for herein for professional  
18 services rendered on behalf of the Debtors in these cases to date are fair and reasonable given: (a) the  
19 time expended; (b) the nature and extent of the services performed at the time at which such services  
20 were rendered; (c) the value of such services; and (d) the costs of comparable services other than in  
21 these chapter 11 cases.

22  
23           **S.**     The time and labor expended by KPMG during the Interim and Final  
24 Compensation Period has been commensurate with the size and complexity of these cases. In  
25 rendering these services, KPMG has made every effort to maximize the benefit to the Debtors' estates,  
26 to work efficiently with the other professionals employed in these cases, and to leverage staff  
27 appropriately in order to minimize duplication of effort.  
28

1           **T.**     During the Interim and Final Compensation Period, KPMG provided a focused  
2 range of professional services as requested by the Debtors. KPMG respectfully submits that these  
3 services: (a) were necessary and beneficial to the successful and prompt administration of these cases;  
4 and (b) have been provided in a cost efficient manner.

5           **U.**     Except as set forth in the Retention Order, no promises concerning  
6 compensation have been made to KPMG by any firm, person or entity.  
7

8                   **Summary of Actual and Necessary Expenses During the Fourth Interim and**

9  
10                                   **Final Compensation Period**

11           **V.**     KPMG seeks reimbursement of actual and necessary expenses incurred by  
12 KPMG during the Interim Compensation Period in the aggregate amount of \$82,247.16. These  
13 expenses are reasonable and necessary in light of the size and complexity of the Debtors' cases.  
14

15           **W.**     KPMG seeks reimbursement of actual and necessary expenses incurred by  
16 KPMG during the Final Compensation Period in the aggregate amount of \$822,358.45. These  
17 expenses are reasonable and necessary in light of the size and complexity of the Debtors' cases.  
18

19                                   **Reservation**

20           To the extent that time for services rendered or disbursements incurred relate to the  
21 Compensation Period, but were not processed prior to the preparation of this Fourth Interim and Final  
22 Fee Application, KPMG reserves the right to request additional compensation for such services and  
23 reimbursement of such expenses in a future application. Furthermore, KPMG reserves the right to  
24 seek final approval of the fees and expenses requested herein.  
25  
26  
27  
28



1 **Conclusion**

2 **WHEREFORE**, subject to the terms of the Interim Compensation Order, KPMG  
3 respectfully requests that the Court enter an order (i) approving the interim allowance for professional  
4 services rendered to the Debtors during the Interim Compensation Period, in the amount of  
5 \$5,228,788.31 and reimbursement for actual and necessary expenses incurred in connection with the  
6 rendition of such services in the aggregate of \$82,247.16; (ii) approving the final allowance for  
7 professional services rendered to the Debtors during the Final Compensation Period, in the amount of  
8 \$18,333,482.93<sup>38</sup> and reimbursement for actual and necessary expenses incurred in connection with the  
9 rendition of such services in the aggregate of \$822,358.45; (iii) authorizing and directing the Debtors  
10 to pay the fees awarded; and (iv) granting KPMG such other and further relief as is just and proper.  
11

12 .Dated: August 31, 2020  
13

14 Respectfully submitted,  
15

16   
17

18 \_\_\_\_\_  
19 Eugene V. Armstrong  
20 Principal  
21 KPMG LLP  
22 55 Second Street  
23 Suite 1400  
24 San Francisco, CA 94105  
25 415 963 7301  
26  
27  
28

<sup>38</sup> Reflects reduction agreed upon with the Fee Examiner with respect to the First and Second Interim Periods.